

# **Exhibit 9**

Prospectus supplement dated February 23, 2007

Pg 2 of 9

(to prospectus dated December 6, 2006)

\$348,425,000

RALI Series 2007-QH2 Trust  
Issuing Entity

Residential Accredit Loans, Inc.  
Depositor

Residential Funding Company, LLC  
Master Servicer and Sponsor

Mortgage Asset-Backed Pass-Through Certificates, Series 2007-QH2

The trust will hold a pool of one- to four-family residential, payment-option, hybrid adjustable-rate first lien mortgage loans with a negative amortization feature.

#### Offered Certificates

The trust will issue these classes of certificates that are offered under this prospectus supplement:

- o 3 classes of senior certificates designated Class A-1, Class A-2 and Class A-3; and
- o 7 classes of subordinated certificates designated Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6 and Class M-7 all as more fully described in the table on page S-6 of this prospectus supplement.

#### Credit Enhancement

Credit enhancement for the offered certificates consists of:

- o net monthly excess cash flow;
- o overcollateralization;
- o a swap agreement; and
- o subordination provided to the Class A Certificates by the Class M Certificates, and subordination provided to the Class M Certificates by each class of Class M Certificates with a lower payment priority.

Distributions on the certificates will be on the 25th of each month or, if the 25th is not a business day, on the next business day, beginning March 26, 2007.

-----  
You should consider carefully the risk factors beginning on page S-17 in this prospectus supplement.  
-----

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of the offered certificates or determined that this prospectus supplement or the prospectus is accurate or complete. Any representation to the contrary is a criminal offense.

The Attorney General of the State of New York has not passed on or endorsed the merits of this offering. Any representation to the contrary is unlawful.

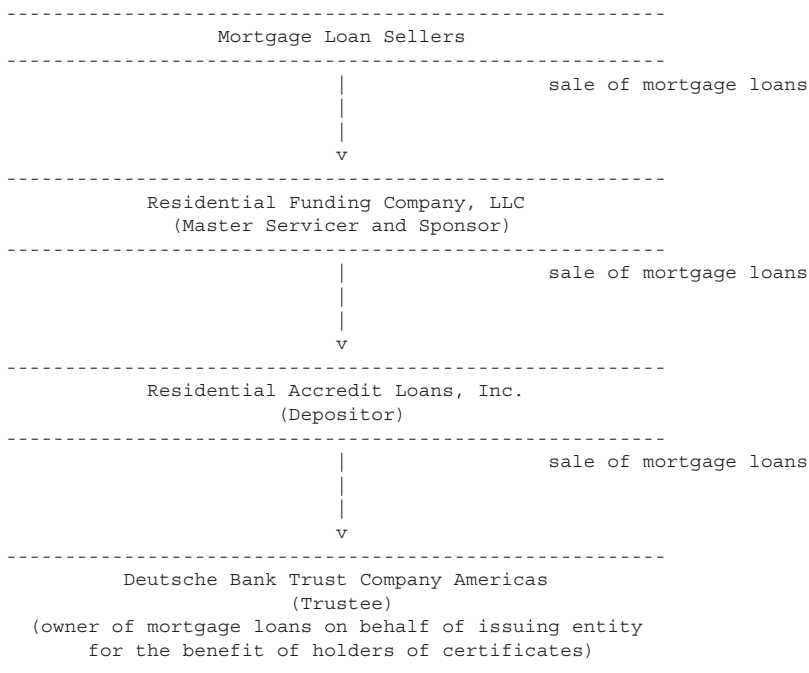
The certificates represent interests only in the trust, as the issuing entity, and do not represent interests in or obligations of Residential Accredit Loans, Inc., as the depositor, Residential Funding Company, LLC, as the sponsor, or any of their affiliates.

Goldman, Sachs & Co. and Residential Funding Securities, LLC, as underwriters, will purchase all of the offered certificates from the depositor. The certificates are offered by the issuing entity through the underwriters to prospective purchasers from time to time in negotiated transactions at varying prices to be determined at the time of sale. The net proceeds to the depositor from the sale of the underwritten certificates will be approximately 99.91% of the certificate principal balance of the underwritten certificates, plus accrued interest, before deducting expenses.

Goldman, Sachs & Co.  
GMAC RFC Securities

TRANSFER OF MORTGAGE LOANS

The diagram below illustrates the sequence of transfers of the mortgage loans that are included in the mortgage pool. Various mortgage loan sellers will, on or prior to the closing date, sell the mortgage loans to Residential Funding Company, LLC, as sponsor. Residential Funding Company, LLC will, simultaneously with the closing of the transaction described herein, sell the mortgage loans to Residential Accredit Loans, Inc., as the depositor. The depositor will then transfer the mortgage loans to the trustee, on behalf of the trust that is the issuing entity. The trustee will accordingly own the mortgage loans for the benefit of the holders of the certificates. See "Pooling and Servicing Agreement--The Trustee and Supplemental Interest Trust Trustee" in this prospectus supplement and "Pooling and Servicing Agreement--The Trustee" in the prospectus. For a description of the affiliations among various transaction parties, see "Affiliations Among Transaction Parties" in this prospectus supplement.



The Trust and the Supplemental Interest Trust

The depositor will establish a trust with respect to the Series 2007-QH2 Certificates, under a series supplement, dated as of February 1, 2007, to the standard terms of pooling and servicing agreement, dated as of December 1, 2006, among the depositor, the master servicer and the trustee.

On the closing date, the depositor will deposit the pool of mortgage loans described in this prospectus supplement into the trust. In addition, the supplemental interest trust trustee will enter into a swap agreement for the benefit of the Class A Certificates and Class M Certificates. Each certificate will represent a partial ownership interest in the trust and the supplemental interest trust.

The Mortgage Pool

The trust will contain approximately 918 payment-option, hybrid adjustable-rate mortgage loans, with a negative amortization feature, with an aggregate principal balance of approximately \$350,176,040 as of the cut-off date. The mortgage loans are secured by first liens on one- to four- family residential properties.

The mortgage loans have the following characteristics as of the cut-off date, after deducting payments due during the month of the cut-off date:

	Range	Weighted Average
	-----	-----
Principal balance	\$76,187 to \$2,364,196	\$381,455*
Mortgage rate	5.750% to 8.000%	7.2608%
Remaining stated term to maturity (months)	356 to 360	359

\* Indicates average principal balance

The following tables describe certain characteristics of the mortgage loans included in the trust as of the cut-off date:

Loan Purpose	Number of Mortgage Loans	Principal Balance	Percent of Principal Balance
- - - - -	-----	-----	-----
Purchase.....	149	\$ 58,649,069	16.75%
Rate/Term Refinance.....	268	108,456,489	30.97
Equity Refinance.....	501	183,070,482	52.28
	---	-----	-----
Total.....	918	\$350,176,040	100.00%
	===	=====	=====

Loan Documentation	Number of Mortgage Loans	Principal Balance	Percent of Principal Balance
- - - - -	-----	-----	-----
Full/Alternate Documentation	125	\$ 43,534,361	12.43%
Reduced Documentation.....	793	306,641,679	87.57
	---	-----	-----
Total.....	918	\$350,176,040	100.00%
	===	=====	=====

The properties securing the mortgage loans include single-family detached properties, properties in planned unit developments, two to four family units, condominiums, condotels and townhouses.

Generally, the mortgage loans were originated using less stringent underwriting standards than the underwriting standards applied by certain other first lien mortgage loan purchase programs, such as those of Fannie Mae, Freddie Mac or the depositor's affiliate, Residential Funding Mortgage Securities I, Inc.

The securities described on the table on page S-6 are the only securities backed by this mortgage pool that will be issued.

For additional information regarding the mortgage pool see "Description of the Mortgage Pool" in this prospectus supplement.

Pg 5 of 9

#### Servicing

Residential Funding Company, LLC will master service the mortgage loans, as more fully described under "Pooling and Servicing Agreement" herein.

The servicing fees for each mortgage loan are payable out of the interest payments on that mortgage loan prior to payments to certificateholders. The servicing fees relating to each mortgage loan will be 0.425% per annum of the outstanding principal balance of that mortgage loan. The servicing fees consist of (a) servicing fees payable to the master servicer, which are payable with respect to each mortgage loan at a rate of 0.05% per annum, and (b) subservicing fees payable to the subservicers, which are payable with respect to each mortgage loan at a rate of 0.375% per annum, and other related compensation payable to the subservicer, including such compensation paid to the master servicer as the direct servicer of a mortgage loan for which there is no subservicer.

#### Repurchases or Substitutions of Mortgage Loans

If Residential Funding Company, LLC cannot cure a breach of any representation or warranty made by it and assigned to the trustee for the benefit of the certificateholders relating to a mortgage loan within 90 days after notice from the trustee or servicer, and the breach materially and adversely affects the interests of the certificateholders in the mortgage loan, Residential Funding Company, LLC will be obligated to purchase the mortgage loan at a price equal to its principal balance as of the date of purchase plus accrued and unpaid interest to the first day of the month following the month of repurchase, less the amount payable in respect of servicing compensation.

Likewise, as described under "Description of the Certificates--Review of Mortgage Loan or Contract Documents" in the prospectus, if Residential Funding Company, LLC cannot cure certain documentary defects with respect to a mortgage loan, Residential Funding Company, LLC will be required to repurchase the related mortgage loan.

In addition, Residential Funding Company, LLC may substitute a new mortgage loan for a deleted mortgage loan that is removed from the trust within two years after the closing date if it delivers an opinion of counsel with respect to certain tax matters. Any substitute mortgage loan will be required to satisfy certain conditions regarding its outstanding principal balance, mortgage rate, loan-to-value ratio and remaining term to maturity, as described more fully under "The Trusts--Limited Right of Substitution" in the prospectus. See also "The Trusts--Repurchases of Mortgage Collateral" in the prospectus.

#### Distributions on the Offered Certificates

Amount available for monthly distribution. On each monthly distribution date, the trustee will make distributions to investors. The amount available for distribution generally will include:

- o collections of monthly payments on the mortgage loans, including prepayments and other unscheduled collections, plus
- o net swap payments payable to the supplemental interest trust, plus
- o advances for delinquent payments that are deemed recoverable by the master servicer, minus
- o net swap payments payable to the swap counterparty and net swap termination payments not due to a swap counterparty trigger event, minus
- o the fees and expenses of the subservicers and the master servicer, including reimbursement for advances.

See "Description of the Certificates--Glossary of Terms--Available Distribution Amount" and "Description of the Certificates--The Swap Agreement" in this prospectus supplement.

Priority of distributions. Distributions on the offered certificates will be made from available amounts as described in this prospectus supplement generally as follows:

loans will be offset, in part or in whole, by applying (i) full or partial principal prepayments received on the mortgage loans and (ii) a portion of interest received on mortgage loans accruing at rates in excess of (x) the weighted average pass-through rate on the certificates for that distribution date to interest distributions on the certificates, (y) the Expense Fee Rate and (z) a rate that calculates any net swap payments and swap termination payments not due to a swap counterparty trigger event owed to the swap counterparty on a per annum basis. For any distribution date, the remaining deferred interest, or net deferred interest, on the mortgage loans will reduce the amount of funds available for distribution of interest on the certificates. The pass-through rate for each class of offered certificates for any distribution date will be subject to an interest rate cap based on the amount of interest received or advanced with respect to the mortgage loans, net of the master servicing fees, subservicing fees, any net swap payments or swap termination payments not due to a swap counterparty trigger event owed to the swap counterparty, and full or partial principal prepayments received on the mortgage loans, which is referred to as the available funds rate. To the extent the pass-through rate that would otherwise be paid to a class of certificates exceeds the related available funds rate for such class of certificates, an interest shortfall will result. Although holders of any class of offered certificates will be entitled to receive the resulting interest carry-forward amount from excess cash flow, if any, in future periods and payments received under the swap agreement, net deferred interest could, as a result, affect the weighted average life of the related class or classes of certificates. Only the amount by which full and partial principal prepayments received on the mortgage loans exceeds the amount of deferred interest on the mortgage loans, together with other scheduled and unscheduled payments of principal, will be distributed as a principal distribution on the certificates. We cannot predict the extent to which deferred interest will accrue on the mortgage loans, and therefore cannot predict the extent of the effect of the allocation of net deferred interest on the certificates.

#### Risk of Loss

Underwriting standards may affect risk of loss on the mortgage loans.

Generally, the mortgage loans have been originated using underwriting standards that are less stringent than the underwriting standards applied by certain other first lien mortgage loan purchase programs, such as those of Fannie Mae, Freddie Mac or the depositor's affiliate, Residential Funding Mortgage Securities I, Inc. Applying less stringent underwriting standards creates additional risks that losses on the mortgage loans will be allocated to certificateholders.

Examples include the following:

- o mortgage loans secured by non-owner occupied properties, which constitute approximately 7.7% of the mortgage pool by principal balance, may present a greater risk that the borrower will stop making monthly payments if the borrower's financial condition deteriorates;

- o mortgage loans with loan-to-value ratios greater than 80% (i.e., the amount of the loan at origination is more than 80% of the value of the mortgaged property), which constitute approximately 3.9% of the mortgage pool by principal balance, may increase the risk that the value of the mortgaged property will not be sufficient to satisfy the mortgage loan upon foreclosure;
- o mortgage loans made to borrowers whose income is not verified, including borrowers who may not be required to state their income, which constitute approximately 87.6% of the mortgage pool by principal balance, may increase the risk that the borrower's income is less than that represented.

Some of the mortgage loans with loan-to-value ratios over 80% are insured by primary mortgage insurance to the extent described in this prospectus. However, if the insurer is unable to pay a claim, the amount of loss incurred on those loans may be increased.

In addition, in determining loan-to-value ratios for certain mortgage loans, the value of the related mortgaged property may be based on an appraisal that is up to 24 months old if there is a supporting broker's price opinion, automated valuation, drive-by appraisal or other certification of value. If such an appraisal does not reflect current market values and such market values have declined, the likelihood that proceeds from a sale of the mortgaged property may be insufficient to repay the mortgage loan is increased.

See "The Trusts--Underwriting Policies" and "Certain Legal Aspects of Mortgage Loans and Contracts" in the prospectus.

The return on your certificates could be reduced by shortfalls due to the Servicemembers Civil Relief Act.

The Servicemembers Civil Relief Act, or Relief Act, provides relief to borrowers who enter active military service and to borrowers in reserve status who are called to active duty after the origination of their mortgage loan. Current or future military operations of the United States may increase the number of borrowers who are in active military service, including persons in reserve status who have been called or will be called to active duty. The Relief Act provides generally that a borrower who is covered by the Relief Act may not be charged interest on a mortgage loan in excess of 6% per annum during the period of the borrower's active duty. Any resulting interest shortfalls are not required to be paid by the borrower at any future time. The master servicer is not required to advance these shortfalls as delinquent payments, and the shortfalls are not covered by any form of credit enhancement on the certificates. Interest shortfalls on the mortgage loans due to the application of the Relief Act or similar legislation or regulations will be applied to reduce accrued interest on each class of the certificates on a pro rata basis.

The Relief Act also limits the ability of the servicer to foreclose on a mortgage loan during the borrower's period of active duty and, in some cases, during an additional three month period thereafter. As a result, there may be delays in payment and increased losses on the mortgage loans. Those delays and increased losses will be borne primarily by the



class of certificates with a certificate principal balance greater than zero with the lowest payment priority.

We do not know how many mortgage loans have been or may be affected by the application of the Relief Act or similar legislation or regulations.

See the definition of Accrued Certificate Interest under "Description of the Certificates--Glossary of Terms" in this prospectus supplement and "Certain Legal Aspects of Mortgage Loans--Servicemembers Civil Relief Act" in the prospectus.

The return on your certificates may be affected by losses on the mortgage loans, which could occur due to a variety of causes.

Losses on the mortgage loans may occur due to a wide variety of causes, including a decline in real estate values, and adverse changes in the borrower's financial condition. A decline in real estate values or economic conditions nationally or in the regions where the mortgaged properties are concentrated may increase the risk of losses on the mortgage loans.

The return on your certificates may be particularly sensitive to changes in real estate markets in specific regions.

One risk of investing in mortgage-backed securities is created by any concentration of the related properties in one or more geographic regions. Approximately 55.5% and 13.2% of the cut-off date principal balance of the mortgage loans are located in California and Florida, respectively. If the regional economy or housing market weakens in California or Florida, or in any other region having a significant concentration of properties underlying the mortgage loans, the mortgage loans in that region may experience high rates of loss and delinquency, resulting in losses to certificateholders. A region's economic condition and housing market may also be adversely affected by a variety of events, including natural disasters such as earthquakes, hurricanes, floods and eruptions, civil disturbances such as riots, disruptions such as ongoing power outages, or terrorist actions or acts of war. The economic impact of any of those events may also be felt in areas beyond the region immediately affected by the disaster or disturbance. The properties underlying the mortgage loans may be concentrated in these regions. This concentration may result in greater losses to certificateholders than those generally present for similar mortgage-backed securities without that concentration.

See "Description of the Mortgage Pool--Mortgage Pool Characteristics--The Mortgage Pool" in this prospectus supplement.

Excess interest from the mortgage loans may not provide adequate credit enhancement.

The amount by which the aggregate stated principal balance of the mortgage loans exceeds the aggregate class certificate balance of the classes of certificates, other than the Class SB Certificates and the Class R Certificates is called "overcollateralization." The initial level of overcollateralization (that is, the overcollateralization on the closing date) is expected to be approximately equal to the initial level of overcollateralization required by the pooling and servicing agreement. The mortgage loans are expected to accrue more interest than is needed to pay interest on the classes of certificates because the weighted average net mortgage rate on the mortgage loans is expected to be higher than the weighted average pass-through rate on such classes of certificates. In the event that the level of overcollateralization is reduced, such "excess